



BellSouth Telecommunications, Inc. 615 214-6301
Suite 2101 Fax 615 214-7406
333 Commerce Street
Nashville, Tennessee 37201-3300

REC'D TN
REGULATORY AUTH.
Guy M. Hicks
Executive Secretary

'99 OCT 7 PM 3 40

October 6, 1999

OFFICE OF THE
EXECUTIVE SECRETARY

VIA HAND DELIVERY

Mr. David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

Re: Approval of the Amendment to the Resale Agreement Negotiated by BellSouth Telecommunications, Inc. and Quintelco, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.

Docket No. ~~99-00220~~ 99-00772

Dear Mr. Waddell:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Quintelco, Inc. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and thirteen copies of the attached Petition for Approval of the Amendment to the Resale Agreement. The Amendment modifies the Operational Support Systems (OSS) Rates Table in Exhibit A of the Resale Agreement.

Sincerely yours,

BELLSOUTH TELECOMMUNICATIONS, INC.

BY: 

Guy M. Hicks
333 Commerce Street, Suite 2101
Nashville, TN 37201-3300

cc: David O. Klein, Quintelco, Inc.

FILE

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of Amendment to the Resale Agreement Negotiated by BellSouth Telecommunications, Inc. and Quintelco, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. ~~99-00220~~ 99-00772

**PETITION FOR APPROVAL OF AMENDMENT TO THE RESALE AGREEMENT
NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.
AND QUINTELCO, INC.
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996**

COME NOW, Quintelco, Inc. ("Quintelco") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Resale Agreement dated November 10, 1998 (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, Quintelco and BellSouth state the following:

1. Quintelco and BellSouth have successfully negotiated an agreement providing for the resale of BellSouth's telecommunications services to Quintelco. The Resale Agreement was approved by the Tennessee Regulatory Authority ("TRA") on May 4, 1999.

2. The parties have also recently negotiated an amendment to the Resale Agreement modifying the Operational Support Systems (OSS) Rates Table in Exhibit A of the Resale Agreement. A copy of the Amendment is attached hereto and incorporated herein by reference.

3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, Quintelco and BellSouth are submitting their Amendment to the TRA for its consideration and approval. The Amendment provides that either or both of the parties is authorized to submit this Amendment to the TRA for approval.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between Quintelco and BellSouth within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not

FILE

a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.

5. Quintelco and BellSouth aver that the Amendment is consistent with the standards for approval.

6. Pursuant to Section 252(i) of the Act, BellSouth shall make the Agreement available upon the same terms and conditions contained therein.

Quintelco and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 6th day of October, 1999.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

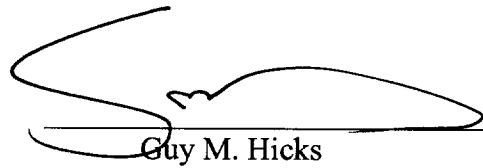
By: 

Guy M. Hicks
333 Commerce Street
Suite 2101
Nashville, TN 37201-3300
615/214-6301
Attorney for BellSouth

CERTIFICATE OF SERVICE

I, Guy M. Hicks, hereby certify that I have served a copy of the foregoing Petition for Approval of the Amendment to the Interconnection Agreement on the following via United States Mail:

David O. Klein. Esq.
1 Blue Hill Plaza
Pearl River, NY
Attorney for Quintelco



Guy M. Hicks

Second Amendment to Resale Agreement
by and between BellSouth Telecommunications, Inc. and Quintelco, Inc.,
November 10, 1997

This Agreement refers to the Resale Agreement ("the Agreement") entered into by Quintelco, Inc. ("Quintelco") and BellSouth Telecommunications, Inc. ("BellSouth") on November 10, 1997. This Amendment ("Amendment") is made by and between Quintelco and BellSouth and shall be deemed effective on the date executed by Quintelco and BellSouth.

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Quintelco and BellSouth (individually, a "Party" and collectively, the "Parties") hereby covenant and agree as follows:

1. Section III. S of the Resale Agreement is hereby amended to include a new paragraph at the end of section III. S as follows:

All cost incurred by BellSouth to develop and implement operational interfaces shall be recovered from Resellers who utilize the services. Charges for use of Operational Support Systems (OSS) shall be as set forth in Exhibit A of this attachment.

2. Exhibit A of the Resale Agreement is hereby amended to include the following:

OPERATIONAL SUPPORT SYSTEMS (OSS) RATES	Electronic Per LSR received from the CLEC by one of the OSS interactive interfaces	Manual Per LSR received from the CLEC by means other than one of the OSS interactive interfaces
OSS Order Charge	\$3.50	\$19.99

In addition to the OSS charges, applicable discounted service order and related charges apply per the tariff.

3. The Parties agree that Quintelco will incur the electronic rate for all LSRs, both electronic and manual, if the percentage of electronic LSRs to total LSRs exceeds the threshold percentages shown below:

Year	Ratio: Electronic/Total LSRs
1999	70%
2000	80%
2001	90%

The threshold plan will be discontinued in 2002.

5. The Parties agree that the threshold plan described in Paragraph 3. above may be superceded by an LSR specific process that would apply the electronic LSR rate to only those manual LSRs, which cannot be submitted over a electronic system.

OSS Amendment
Page 1 of 2

ORIGINAL

6. The Parties agree that all other provisions of the Agreement, dated November 10, 1997, shall remain in full force and effect.

7. The Parties further agree that either or both of the Parties is authorized to submit this Amendment to the Public Service Commission or other regulatory body having jurisdiction over the subject matter of this Amendment, for approval subject to Section 252(e) of the federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

Qintelco, Inc.

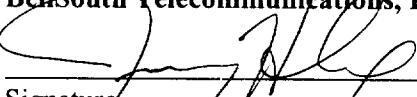

Signature

Andrew Storman
Name

EXECUTIVE VICE PRESIDENT
Title

7/19/99
Date

BellSouth Telecommunications, Inc.


Signature

Jerry D. Hendrix
Name

Sr. Director - Interconnection Services
Title

7/30/99
Date